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Illinois Power Company
500 South 27th Street
Decatur, Illinois 62521-2200

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JUN 05 2000

ILLINOIS COMMERCE COMMISSION
CHIEF CLERK'S OFFICE

ILLINOIS POWER

Part of the DYNegy Performance Team

June 5, 2000

Ms. Donna M. Caton
Chief Clerk
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, Illinois 62794-9280

Dear Ms. Caton:

On behalf of Illinois Power Company ("Illinois Power" or the "Company"), attached for filing are an original and two (2) sets of the following tariff sheets:

III. C. C. No. 31 (Schedule of Rates for Electric Service)

Eighteenth Revised Sheet No. 2 (Table of Contents – Page 2)
Canceling Seventeenth Revised Sheet No. 2

Original Sheet Nos. 86.6 – 86.12 (Rider MVI – Market Value Index)

First Revised Sheet Nos. 95.1 - 95.5 (Rider TC – Pages 1-5 of 14)
Canceling Original Sheet Nos. 95.1 – 95.5

Second Revised Sheet No. 95.6 (Rider TC – Page 6 of 14)
Canceling First Revised Sheet No. 95.6

First Revised Sheet No. 95.7 (Rider TC – Page 7 of 14)
Canceling Original Sheet No. 95.7

Second Revised Sheet Nos. 95.8 – 95.9 (Rider TC – Pages 8-9 of 14)
Canceling First Revised Sheet Nos. 95.8 – 95.9

First Revised Sheet Nos. 95.10 – 95.14 (Rider TC – Pages 10-14 of 14)
Canceling Original Sheet Nos. 95.10 – 95.14

First Revised Sheet Nos. 95.15 – 95.17 (Rider TC – Appendix 1)
Canceling Original Sheet Nos. 95.15 – 95.17

First Revised Sheet No. 95.18 (Rider TC – Appendix 2)
Canceling Original Sheet No. 95.18

First Revised Sheet Nos. 95.19 – 95.174 (Cancellation Sheets)
Canceling Original Sheet Nos. 95.19 – 95.174

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June 5, 2000

Third Revised Sheet Nos. 95.175 – 95.177 (Cancellation Sheets)
Canceling Second Revised Sheet Nos. 95.175 – 95.177

Second Revised Sheet No. 95.178 (Cancellation Sheet)
Canceling First Revised Sheet No. 95.178

The foregoing tariff sheets are being filed by Illinois Power Company to implement Rider MVI – Market Value Index, a market-based alternative to the Neutral Fact Finder values.

Illinois Power believes that the information provided with this filing will be sufficient to satisfy the Commission and that the filed tariffs should be allowed to go into effect after the expiration of the 45-day notice period. The Company will supply any information and data necessary for the Commission Staff to complete its review. Illinois Power is giving notice to the public of this filing by publishing a notice in newspapers of general circulation throughout the Company's service territory in accordance with 83 Illinois Administrative Code 255. In addition, Illinois Power is giving notice to certain individual industrial customers in accordance with their respective contracts with the Company.

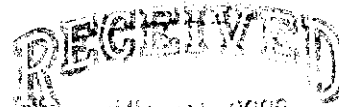
An additional copy of this transmittal letter is enclosed that is to be date-stamped and returned to Illinois Power Company for verification of receipt of this filing with your office.

Very truly yours,


Patricia K. Spinner
Business Development Services

Attachments

c: Mr. Richard Zuraski (seven copies)
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, Illinois 62794-9280


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